



Matt Blunt  
Secretary of State

State of Missouri  
**Office of Secretary of State**  
PO Box 778  
Jefferson City 65102

Corporations  
(573) 751-4153

### **Missouri Statutes Relating to Requests for Termination**

351.522 1. A dissolved corporation shall file a request for termination with the secretary of state's office when it has disposed of all claims filed against it pursuant to sections 351.478 and 351.482, RSMo, and all remaining assets have been distributed to its shareholders. The request for termination shall state:

- (1) The name of the corporation;
- (2) The date of its dissolution;
- (3) A statement that it has disposed of all claims filed against it pursuant to sections 351.478 and 351.482, RSMo;
- (4) A statement that all remaining assets have been distributed to its shareholders.

2. The filing fee for filing a request for termination is twenty-five dollars.

3. If the secretary of state finds that the request for termination conforms to law and the necessary fees have been paid, he shall issue a certificate of termination which will state that the corporation no longer exists and thus can not be recognized as a separate legal entity with rights and privileges. Upon the date of the issuance of the certificate of termination the corporation will cease existence and its name will be immediately available if not already available by subdivision (8) of subsection 2 of section 351.476, RSMo.

351.606 Whenever a foreign corporation authorized to transact business in this state is a party to a statutory merger with any other foreign corporation as permitted by the laws of the state or country under which it is organized, and such corporation is the surviving corporation, it shall file with the secretary of state a certificate showing the effective date of the merger issued by the proper officer of the state or country of the surviving corporation. It shall not be necessary for the corporation to procure either a new or an amended certificate of authority to transact business in this state unless the corporate name, corporation duration or the state of incorporation has changed.

351.526. If the corporate rights and privileges of any corporation were forfeited prior to August 28, 1990, the directors and officers in office when the forfeiture occurred shall be the trustees of the corporation, and shall have full authority to wind up its business and affairs, sell and liquidate its property and assets, pay its debts and obligations, execute in its corporate name deeds and other instruments of transfer, and to distribute the net assets among the shareholders. The trustees as such may sue for and recover the debts and property due the corporation, describing it by its corporate name, and may be sued as such, and the trustees shall be jointly and severally responsible to the creditors and shareholders of the corporation to the extent of its property and effects that shall have come into their hands.

Ltr. #52-T (11/00)



# State of Missouri

Matt Blunt, Secretary of State

Corporations Division  
P.O. Box 778 / 600 W. Main Street, Rm 322  
Jefferson City, MO 65102

## Request for Termination

(Submit in duplicate with filing fee of \$25.00)

The undersigned corporation, for the purpose of termination, hereby executes the following Request for Termination.

Article 1. Name of Corporation is \_\_\_\_\_

\_\_\_\_\_

Article 2. On \_\_\_\_\_, the corporation filed Articles of Dissolution with the  
month/day/year

Secretary of State.

Article 3. The corporation has disposed of all claims against it or filed against it pursuant to 351.478 and 351.482.

Article 4. All the remaining assets have been distributed among the corporation's shareholders, in accordance with their respective rights and interests.

Article 5. The effective date of this document is the date it is filed by the Secretary of State of Missouri, unless you

indicate a future date, as follows: \_\_\_\_\_  
(Date may not be more than 90 days after the filing date in this office.)

In affirmation thereof, the facts stated above are true.

\_\_\_\_\_  
(Authorized Signature)

\_\_\_\_\_  
(Printed Name)

\_\_\_\_\_  
(Title)

\_\_\_\_\_  
(month/day/year)